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Counsel to Certain Noteholders

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

In re:	)	)
Petition of Frédéric Rose, as Foreign Representative of Thomson S.A., Debtor in a Foreign Proceeding	)	In a case under Chapter 15 of the Bankruptcy Code
Petitioner.	)	Case No. 09-17355 (BRL)
	)	)

**NOTICE OF APPEARANCE  
AND REQUEST FOR SERVICE OF PAPERS**

PLEASE TAKE NOTICE that those certain noteholders of Thomson S.A. listed on Exhibit A attached hereto, parties in interest in the above-captioned cases (the “Appearing Parties”), hereby appear by their counsel, Bingham McCutchen LLP, and request, pursuant to rules 9007 and 9010(b) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), that all notices given in these cases and all papers served or required to be served in these cases, be given to and served upon the undersigned attorneys, at the addresses set forth below:

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PLEASE TAKE FURTHER NOTICE that, the foregoing request includes not only the notices and papers referred to in the Bankruptcy Rules, but also includes, without limitation, orders and notices of any application, motion, petition, pleading, request, complaint, or demand, whether formal or informal, whether written or oral and whether transmitted or conveyed by mail, delivery, telephone, fax, email, or otherwise.

This appearance and demand for notice is neither intended as nor is it a consent of the Appearng Parties to jurisdiction of the Bankruptcy Court nor, specifically but not limited to a waiver of: (i) the Appearng Parties' right to have final orders in non-core matters entered only after *de novo* review by a district judge; (ii) the Appearng Parties' right to trial by jury in any proceeding so triable herein, or in any case, controversy or proceeding related hereto; (iii) the Appearng Parties' right to have the reference withdrawn by the District Court in any matter subject to mandatory or discretionary withdrawal; or (iv) any other rights, claims, actions, defenses, set-offs, or recoupments to which the Appearng Parties are or may be entitled under any agreement, in law, or in equity, all of which rights, claims, actions, defenses, set-offs, and recoupments the Appearng Parties expressly reserve.

Dated: New York, New York  
January 13, 2010

Respectfully submitted,

BINGHAM McCUTCHEN LLP

By: /s/Ronald J. Silverman

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